

ANNEXURE TO THE DIRECTORS' REPORT

ANNEXURE - A

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended 31.03.2020

[Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014]

I. REGISTRATION & OTHER DETAILS

CIN	L63090DL1982PLC354818
Registration Date	28.06.1982
Name of the Company	AAR COMMERCIAL COMPANY LIMITED
Category/Sub-category of the Company	Company limited by shares
Address of the Registered office and contact details	I – 7, Jangpura Extension, New Delhi – 110014 Tel: 011-41645392 E-mail: investors.commercial@rediffmail.com Website: www.aarcl.in
Whether listed company	Listed
Name, Address & contact details of the Registrar & Transfer Agent, if any.	NICHE TECHNOLOGIES PVT. LTD. 3A, Auckland Place, 7 th Floor, Room No. 7A & 7B, Kolkata- 700017 Phone No. 033-22806616/6617/6618

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Trading in cotton or fabrics	51491	100.00

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product service	% to total turnover of the company
NOT APPLICABLE			

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(A) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2019]				No. of Shares held at the end of the year [As on 31-March-2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Central Govt	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) State Govt(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Bodies Corp.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

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Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2019]				No. of Shares held at the end of the year [As on 31-March-2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
f) Any other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total shareholding of Promoter (A)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
B. Public Shareholding									
1. Institutions	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
a) Mutual Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Central Govt	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) State Govt(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Insurance Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
g) FIs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
h) Foreign Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i) Others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (B)(1):-	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
2. Non-Institutions									
a) Bodies Corporate	201063	13900	214963	2.147	2063	13900	15963	0.159	(1.988)
i) Indian									
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	1038	21850	22888	0.229	1038	21850	22888	0.229	0.000
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	9571899	204250	9776149	97.625	9770899	204250	9975149	99.612	1.987
c) Others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Non Resident Indians	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Overseas Corporate Bodies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Foreign Nationals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Clearing Members	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Trusts	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Foreign Bodies - D R	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (B)(2):-	9774000	240000	10014000	100.00	9774000	240000	10014000	100.00	Nil
Total Public Shareholding (B)=(B)(1)+(B)(2)	9774000	240000	10014000	100.00	9774000	240000	10014000	100.00	Nil
C. Shares held by Custodian for GDRs & ADRs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Grand Total (A+B+C)	9774000	240000	10014000	100.00	9774000	240000	10014000	100.00	Nil

ANNEXURE TO THE DIRECTORS' REPORT (Contd.)**(B) Shareholding of Promoter-**

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	

NOT APPLICABLE

(C) Change in Promoters' Shareholding

SN	Name of Promoter	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company

NOT APPLICABLE

(D) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	ALKA AGARWAL				
	a) At the Beginning of the Year	999000	9.976		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			999000	9.976
2	ANJU PANSARI				
	a) At the Beginning of the Year	0	0.000		
	b) Changes during the year				
	Date Reason				
	05/04/2019 Transfer	496000	4.953	496000	4.953
	12/04/2019 Transfer	497000	4.963	993000	9.916
	c) At the End of the Year			993000	9.916
3	ASHU GOEL				
	a) At the Beginning of the Year	204250	2.040		
	b) Changes during the year				
	Date Reason				
	14/06/2019 Transfer	180000	1.797	384250	3.837
	21/06/2019 Transfer	180000	1.797	564250	5.635
	c) At the End of the Year			564250	5.635
4	CHANDNI AGRAWAL				
	a) At the Beginning of the Year	760899	7.598		
	b) Changes during the year				
	Date Reason				
	10/01/2020 Transfer	199000	1.987	959899	9.586
	c) At the End of the Year			959899	9.586

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Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
5	KAMAL KUMAR JAIN				
	a) At the Beginning of the Year	500000	4.993		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			500000	4.993
6	MAHESHKUMAR GUPTA				
	a) At the Beginning of the Year	992000	9.906		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			992000	9.906
7	NARESH CHANDRA AGARWAL				
	a) At the Beginning of the Year	499000	4.983		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			499000	4.983
8	PRIYANKA GUPTA				
	a) At the Beginning of the Year	997000	9.956		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			997000	9.956
9	SHEETAL JALAN				
	a) At the Beginning of the Year	499500	4.988		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			499500	4.988
10	SUMITRA JAIN				
	a) At the Beginning of the Year	996000	9.946		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			996000	9.946
11	SUSHIL KUMAR JALAN				
	a) At the Beginning of the Year	499500	4.988		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			499500	4.988
12	SUSHILA JAIN				
	a) At the Beginning of the Year	500000	4.993		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			500000	4.993
	TOTAL	7447149	74.367	8999149	89.866

(D) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
NOT APPLICABLE					

ANNEXURE TO THE DIRECTORS' REPORT (Contd.)**V. INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment: NIL****VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL****A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

SN.	Particulars of Remuneration Name of Whole-time Director: Mr. Anupam Khetan	Total Amount (Rs. in lacs)
1.	Gross salary	1.80
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-
	Stock Option	-
2.	Sweat Equity	-
3.	Commission - as % of profit	-
4.	Others	-
5.	Total	1.80
Ceiling as per the Act: 10% of the profits calculated under section 198 of the Companies Act, 2013		

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors					Total Amount (Rs. in Lacs)
1.	Independent Directors	Mr. Udit Agarwal	Mrs. Nishi Agrawal	Mr. Kumar Deepak	Mr. Rajendra Yadav		
	Fee for attending board committee meetings	0.12	0.10	0.01	0.01		0.24
	Commission	-	-	-	-		-
	Others	-	-	-	-		-
	Total (1)	0.12	0.10	0.01	0.01		0.24
2	Other Non-Executive Directors				Mrs. Uma Sharma		Total Amount
	Fee for attending board committee meetings				0.12		0.12
	Commission				-		-
	Others				-		-
	Total (2)				0.12		0.12
	Ceiling as per the Act	1% of the profits calculated under section 198 of the Companies Act, 2013.					

ANNEXURE TO THE DIRECTORS' REPORT (Contd.)

C. Remuneration to Key Managerial Personnel other than MD/MANAGER/WTD

(Rs. in lacs)

SN	Particulars of Remuneration	Key Managerial Personnel		
		CS	CFO	Total
		Mr. Arvind Kumar Modi	Mr. Avijit Das	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2.64	2.20	4.84
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--	--	--
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	--	--	--
2	Stock Option	--	--	--
3	Sweat Equity	--	--	--
4	Commission as % of profit	--	--	--
5	Others	--	--	--
	Total	2.64	2.20	4.84

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL